



DJJ Transportation Services, Inc.
a subsidiary of
The David J. Joseph Company

February 19, 1998

Mr. Vernon Williams
Recordations Unit
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

RECORDATION NO. **22037**

FILED

FEB 23 '99

11-05AM

Dear Mr. Williams:

Enclosed are an original and one copy of the Memorandum of Railcar Lease dated February 4, 1999 between the following parties:

Lessor: The David J. Joseph Company
300 Pike Street
Cincinnati, Ohio 45202

Lessee: E.I. Dupont De Nemours and Company
1007 Market Street
Wilmington, Delaware 19898

Please see the Exhibit A attached hereto, for the Equipment involved in this transaction.

Please file this agreement as a primary document. The fee of \$26.00 is included in the check number 456482.

Sincerely,

THE DAVID J. JOSEPH COMPANY

Shelley B. Bacon
Contract Assistant

Enclosure

Surface Transportation Board
Washington, D.C. 20423-0001

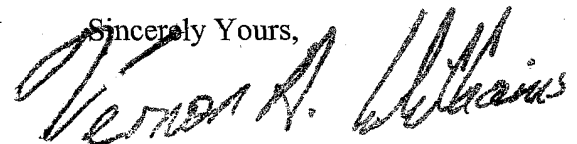
February 23, 1999

Shelley B. Bacon
Contract Assistant
The David J. Joseph Company
P O Box 1078
Cincinnati OH 45201-1078

Dear Ms. Bacon:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301 and
and 49 CFR 1177.3 (c), on February 23, 1999 at 11:05 AM, and assigned
recording number(s) 22037.

Sincerely Yours,

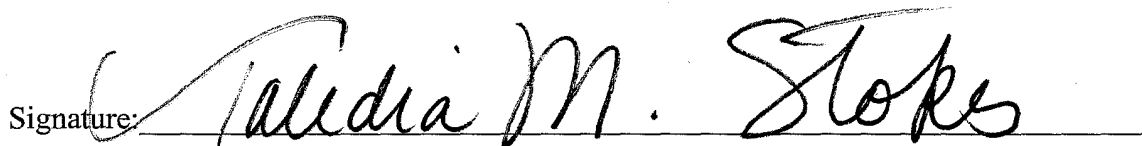


Vernon A. Williams
Secretary

Enclosure(s)

\$ 26.00 The amount indicated at the left has been received in payment of a fee in
connection with a document filed on the date shown. This receipt is issued for the amount
paid. In the event of an error or any questions concerning this fee, you will receive a
notification after the Surface Transportation Board has an opportunity to examine your
document.

Signature: _____



MEMORANDUM OF
RAILCAR LEASE AGREEMENT

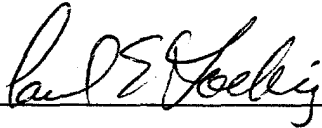
FEB 23 '99

11-05AM

This **MEMORANDUM OF RAILCAR LEASE** ("Memorandum of Lease") entered into this 4th day of February, 1999, is intended to evidence the lease dated as of February 4, 1999 the "Lease"), between **DJJ TRANSPORTATION SERVICES, INC.**, a Delaware corporation ("Lessor"), and **E.I. DUPONT DE NEMOURS AND COMPANY** a Delaware corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Surface Transportation Board under Section 49 of U.S.C. 11301. Lessee has the right to use the ten (10) railcars described in Exhibit A attached hereto (the "Units"). Lessee is renting from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, Lessor and Lessee, each pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

DJJ TRANSPORTATION SERVICES, INC.

By: 
Name: Paul E. Loebig
Title: Vice President
Date: February 4, 1999

E.I. DUPONT DE NEMOURS AND COMPANY

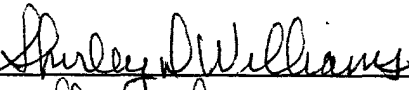
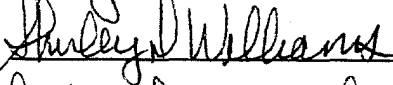
By: 
Name: 
Title: Senior Logistics Specialist
Date: Feb. 10, 1999

EXHIBIT A

To the Memorandum of Lease dated February 4, 1999, between DJJ Transportation Services, Inc. and E.I. DuPont de Nemours & Company.

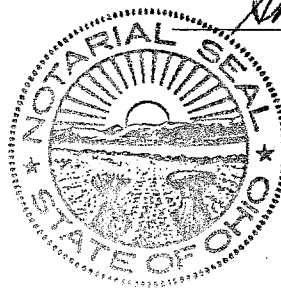
DESCRIPTION OF UNITS

Ten (10) railcars bearing reporting marks as follows:

DJJX 60000-60009, INCLUSIVE

CERTIFICATE

The undersigned, Shelley B. Bacon notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copy of the document attached hereto has been compared with the original and that the undersigned has found the copy to be complete and identical in all respects to the original document.



Shelley B. Bacon
Notary Public

SHELLEY B. BACON
Notary Public, State of Ohio
My Commission Expires July 22, 2002